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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: VISUAL SYSTEMS GROUP, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida",
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation
to transact business in Florida.

Please return all correspondence concerning this matter to the following:

KATHLEEN CHRISTOPHER
(Name of Person)

VISUAL SYSTEMS GROUP, INC.
(Firm/Company)

2665 NORTH FIRST STREET, SUITE 210
(Address)

SAN JOSE, CA 95134
(City/State and Zip code)

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*****70.00 *****70.00

For further information concerning this matter, please call:

KATHLEEN CHRISTOPHER at (408) 546-1554
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Enclosed is a check for the following amount:

- ☒ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

mtw
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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. VISUAL SYSTEMS GROUP, INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. DELAWARE 3. 52-2352910
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. NOV. 5, 2001 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. JAN. 1, 2002
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 15827 LOS GATOS BOULEVARD, LOS GATOS, CA 95032
(Principal office address)
[SAME AS ABOVE]
(Current mailing address)
8. TO SELL AND MAINTAIN VIDEOCONFERENCING EQUIPMENT FOR FLORIDA CUSTOMERS
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: DAVID LEE
Office Address: RURAL ROUTE 23, #2148 ← THIS IS A RURAL ROUTE NUMBER (ADDRESS), NOT A P.O. BOX NUMBER.
LAKE CITY, Florida 32025
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: MARK EIN

Address: 509 SEVENTH STREET, NW
WASHINGTON, DC 20004

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: RANDY HARRELL

Address: 15827 LOS GATOS BLVD.
LOS GATOS, CA 95032

Vice President: RICHARD ROMAR

Address: 509 SEVENTH STREET, NW
WASHINGTON, DC 20004

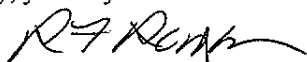
Secretary: MARK EIN

Address: 509 SEVENTH STREET, NW, WASHINGTON, DC 20004

Treasurer: RICHARD ROMAR (SAME AS VICE PRESIDENT)

Address: 509 SEVENTH STREET, NW, WASHINGTON, DC 20004

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. RICHARD ROMAR, VICE PRESIDENT
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE FLORIDA

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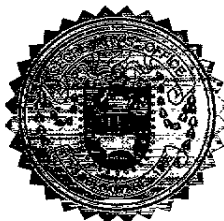
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VISUAL SYSTEMS GROUP, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTH DAY OF JANUARY, A.D. 2002.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1544966

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DATE: 01-07-02